

BETSY C. MANIFOLD (182450)
WOLF HALDENSTEIN ADLER
FREEMAN & HERZ LLP
750 B Street, Suite 2770
San Diego, CA 92101
Telephone: 619/239-4599/ Facsimile: 619/234-4599
Attorneys for Plaintiff L A Murphy

ERIC L. ZAGAR
SCHIFFRIN & BARROWAY, LLP
280 King of Prussia Road
Radnor, PA 19087
Telephone: 610/667-7706/ Facsimile: 610/667-7056
Counsel for Plaintiff Nakhimovsky

TRAVIS DOWNS (148274)
LERACH COUGHLIN STOIA GELLER
RUDMAN & ROBBINS LLP
655 West Broadway, Suite 1900
San Diego, CA 92101
Telephone: 619/231-1058/ Facsimile: 619/231-7423
Attorney for Plaintiffs Alaska Electrical Pension Fund
and Wayne County Employees' Retirement Systems

UNITED STATES DISTRICT COURT

NORTHERN DISTRICT OF CALIFORNIA

L A MURPHY, in the right of and for the) CASE NO. C 06-03520 RMW
benefit of Altera Corporation,)

Plaintiff,)

v.)

STIPULATION AND ~~PROPOSED~~ ORDER
CONSOLIDATING RELATED
DERIVATIVE ACTIONS

JOHN P. DAANE, ROBERT W. REED,)
ROBERT J. FINOCCHIO, JR., KEVIN)
McGARITY, PAUL NEWHAGEN,)
WILLIAM E. TERRY, SUSAN WANG,)
DENIS M. BERLAN, NATHAN M.)
SARKISIAN, RODNEY SMITH, ERIK)
CLEAGE and MICHAEL B. JACOBS,)

Defendants,)

and)

ALTERA CORPORATION,)

Nominal Defendant.)

DATE: September 11, 2006
TIME: 9:00 A.M.
COURTROOM: 8, 4th Floor
JUDGE: Hon. James Ware

WHEREAS, there are currently four derivative actions pending in the Northern District of California against Nominal Defendant Altera Corporation and others arising out of a common set of facts.

WHEREAS, the parties agree that the related derivative actions involve common questions of law and fact and should be consolidated to avoid unnecessary costs and delay.

NOW, THEREFORE, IT IS HEREBY STIPULATED AND AGREED, by and between the undersigned counsel for plaintiffs and defendants, subject to the approval of the Court, as follows:

1. Under Federal Rule of Civil Procedure 42(a), the following cases are consolidated for all purposes, including, but not limited to, discovery, pretrial proceedings and trial proceedings:

Abbreviated Case Name	Case Number	Date Filed
<i>Nakhimovsky v. Berlan, et al.</i>	5:06-cv-03447-JW	May 26, 2006
<i>Murphy v. Daane, et al.</i>	5:06-cv-03520-JW	June 1, 2006
<i>Alaska Electrical Pension Fund v. Daane, et al.</i>	CV 06-03895-PVT	June 22, 2006
<i>Wayne County Employees' Retirement System</i>	CV 06-4352-RMW	July 17, 2006

2. The consolidated cases shall be identified as: *In re Altera Corp. Derivative Litig.*, Master File No. CV 06-03447-JW. Any other actions now pending or hereafter filed in this District which arise out of the same facts and claims as alleged in these related actions shall be consolidated for all purposes if and when the Court is apprised of them. The parties shall notify the Court of any other action which is now pending or thereafter filed outside of this District which may be related to the subject matter of these consolidated actions if and when they become aware of such actions.

3. Every pleading filed in these consolidated actions, or in any separate action included herein, shall bear the following caption:

STIP & [PROP] ORDER CONSOLIDATING RELATED DERIVATIVE ACTIONS - CASE NO. C 06-03520 RMW

UNITED STATES DISTRICT COURT
 NOTHERN DISTRICT OF CALIFORNIA
 SAN JOSE DIVISION

IN RE ALTERA CORP. DERIVATIVE
 LITIGATION

) Master File No. CV 06-03447 JW

) DERIVATIVE ACTION

This Document Relates To:

4. When a pleading is intended to be applicable to all actions to which this Order is applicable, the words "All Actions" shall appear immediately after the words "This Document Relates To:" in the caption set out above. When a pleading is intended to be applicable only to some, but not to all, of such actions, this Court's docket number for each individual action to which the paper is intended to be applicable and the last name of the first-named plaintiff in said action shall appear immediately after the words "This Document Relates To:" in the caption described above.

5. Plaintiffs shall file a Consolidated Complaint which shall be deemed the operative complaint, superseding all complaints filed in any of the actions consolidated hereunder. Plaintiffs shall file a Consolidated Complaint within 30 days of the entry of order appointing Lead Counsel. Defendants shall have 30 days to file any responsive pleading. The parties will meet and confer and report to the Court on an acceptable briefing and hearing schedule for any responsive pleadings.

Dated: *July 27, 2006*

WOLF HALDENSTEIN ADLER
 FREEMAN & HERZ, LLP
 FRANCIS M. GREGOREK
 BETSY C. MANIFOLD
 FRANCIS A. BOTTINI, JR.
 RACHELE R. RICKERT

Betsy C. Manifold

 BETSY C. MANIFOLD

1 750 B. Street, Suite 2770
2 San Diego, California 92101
3 Telephone: 619/239-4599
4 Facsimile: 619/234-4599

Counsel for Plaintiff L A Murphy

5 Dated: 7/26/06

SCHIFFRIN & BARROWAY, LLP
MARK A. TOPAZ
ERIC L. ZAGAR
TREVAN BORUM

7 

8
9 ERIC L. ZAGAR

10 280 King of Prussia Road
11 Radnor, PA 19087
12 Telephone: 610/667-7706
13 Facsimile: 610/667-7056

Counsel for Plaintiff Nakhimovsky

14 Dated:

15 LERACH COUGHLIN STOIA GELLER
16 RUDMAN & ROBBINS LLP
17 TRAVIS DOWNS

18
19 TRAVIS DOWNS

20 655 West Broadway, Suite 1900
21 San Diego, CA 92101
22 Telephone: 619/231-1058
23 Facsimile: 619/231-7423

*Attorney for Plaintiffs Alaska Electrical Pension
Fund and Wayne County Employees' Retirement
Systems*

24 Dated:

MORRISON FOERSTER
ANNA ERICKSON WHITE

25
26 ANNA ERICKSON WHITE

27 755 Page Mill Road
28 Palo Alto, CA 94304-1018
Telephone: 650/813-5600
Facsimile: 650/494-0792

1 750 B. Street, Suite 2770
2 San Diego, California 92101
3 Telephone: 619/239-4599
4 Facsimile: 619/234-4599

Counsel for Plaintiff L A Murphy

5 Dated:

6 SCHIFFRIN & BARROWAY, LLP
7 MARK A. TOPAZ
8 ERIC L. ZAGAR
9 TREVAN BORUM

10

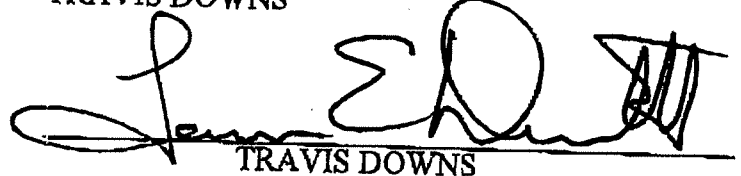
ERIC L. ZAGAR

11 280 King of Prussia Road
12 Radnor, PA 19087
13 Telephone: 610/667-7706
14 Facsimile: 610/667-7056

Counsel for Plaintiff Nakhimovsky

15 Dated: July 26, 2006

16 LERACH COUGHLIN STOIA GELLER
17 RUDMAN & ROBBINS LLP
18 TRAVIS DOWNS

19 
20 TRAVIS DOWNS

21 655 West Broadway, Suite 1900
22 San Diego, CA 92101
23 Telephone: 619/231-1058
24 Facsimile: 619/231-7423

*Attorney for Plaintiffs Alaska Electrical Pension
Fund and Wayne County Employees' Retirement
Systems*

25 Dated:

26 MORRISON FOERSTER
27 ANNA ERICKSON WHITE

28

ANNA ERICKSON WHITE

755 Page Mill Road
Palo Alto, CA 94304-1018
Telephone: 650/813-5600
Facsimile: 650/494-0792

750 B. Street, Suite 2770
San Diego, California 92101
Telephone: 619/239-4599
Facsimile: 619/234-4599

Counsel for Plaintiff L A Murphy

Dated:

SCHIFFRIN & BARROWAY, LLP
MARK A. TOPAZ
ERIC L. ZAGAR
TREVAN BORUM

ERIC L. ZAGAR

280 King of Prussia Road
Radnor, PA 19087
Telephone: 610/667-7706
Facsimile: 610/667-7056

Counsel for Plaintiff Nakhimovsky

Dated:

LERACH COUGHLIN STOLA GELLER
RUDMAN & ROBBINS LLP
TRAVIS DOWNS

TRAVIS DOWNS

655 West Broadway, Suite 1900
San Diego, CA 92101
Telephone: 619/231-1058
Facsimile: 619/231-7423

*Attorney for Plaintiffs Alaska Electrical Pension
Fund and Wayne County Employees' Retirement
Systems*

Dated:

MORRISON FOERSTER
ANNA ERICKSON WHITE

Anna Erickson White by 8/7/06

ANNA ERICKSON WHITE

755 Page Mill Road
Palo Alto, CA 94304-1018
Telephone: 650/813-5600
Facsimile: 650/494-0792

*Attorney for Nominal Defendant Altera Corporation
and defendants John P. Daane, Robert W. Reed,
Robert J. Finocchio, Jr., Kevin McGarity, Paul
Newhagen, William E. Terry, Susan Wang, Denis M.
Berlan, Nathan M. Sarkisian, Rodney Smith*

Dated: *July 27, 2006*

SHERMAN & STERLING LLP
BRUCE B. KELSON



BRUCE B. KELSON

525 Market Street
San Francisco, CA 94105
Telephone: 415/616-1100
Facsimile: 415/616-1199

Attorney for Erik Cleage

1 Under F.R.C.P. 42(a), the four derivative action cases listed herein are hereby consolidated
2 for all purposes. Plaintiff shall serve a Consolidated Amended Complaint within 30 days of an
3 order appointing Lead Counsel and Defendants shall file a responsive pleading within 30 days of
4 service of the Consolidated Complaint.

5 **IT IS SO ORDERED**

6 Dated: 8/7/06

7 
UNITED STATES DISTRICT
COURT JUDGE

8
9
10
11
12
13
14
15
16
17
18
19
20
21
22
23
24
25
26
27
28 ALTERRA: 13553.STIP